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RECORDATION NO. .... Filed 1425

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INTERSTATE COMMERCE COMMISSION

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SUPPLEMENT NO. 1

to

LOAN AND SECURITY AGREEMENT

between

R.F.C. SERVICES, INC.

and

MANUFACTURERS HANOVER LEASING CORPORATION

Dated as of March 8, 1979

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Filed and recorded with the Interstate Commerce Commission pursuant to Section 11303, Title 49, United States Code on March \_\_, 1979 at \_\_\_\_\_, Recordation No. \_\_\_\_\_.

SUPPLEMENT NO. 1

SUPPLEMENT NO. 1 to the Loan and Security Agreement (the "Agreement") dated as of March 8, 1979 between R.F.C. SERVICES, INC. (the "Company") and MANUFACTURERS HANOVER LEASING CORPORATION (the "Lender").

1. This Supplement is executed and delivered pursuant to the Agreement in order to more particularly identify certain of the Collateral in which the Company has granted a lien and security interest to the Lender, and to confirm the lien and security interest created by the Agreement on such Collateral. Any term defined in the Agreement and used herein shall have its defined meaning herein.

2. The Company has assigned, conveyed, mortgaged, pledged and transferred to the Lender and granted to the Lender a security interest in, and does hereby assign, convey, mortgage, pledge and transfer to the Lender and grant to the Lender a security interest in, the following described Box-cars and any Proceeds thereof:

<u>Number of Cars</u>	<u>A.A.R. Mech. Design</u>	<u>Description</u>	<u>Identifying Numbers (Both Inclusive)</u>	<u>Markings</u>
50	"XF"	70-Ton, 50' 6" Single Sheath Boxcars	CAGY 21,150 through CAGY 21,199	"Mortgaged to a Financial Institution under a Security Agreement filed with the Interstate Commerce Commission"

3. All the terms and conditions of the Agreement are hereby incorporated in this Supplement and made a part hereof. By their execution and delivery of this Supplement the parties hereto hereby reaffirm all of the terms and conditions of the Agreement.

IN WITNESS WHEREOF, the parties hereto have executed and delivered this Supplement as of the 8th day of March, 1979.

R.F.C. SERVICES, INC.

By 

Title:

MANUFACTURERS HANOVER LEASING  
CORPORATION

By 

Title: Vice President

REC  
1978  
S. J. [illegible]  
DO.

STATE OF NEW YORK     )  
                              :   SS.:  
COUNTY OF NEW YORK    )

On this *7<sup>th</sup>* day of *March*, 1979, before me personally appeared *Harvey Polley*, to me known, who, being duly sworn, did depose and say that he resides at *5201 Northwest 2nd Ave., Boca Raton, Florida 33432*; that he is *President* of R.F.C. SERVICES, INC., one of the corporations described in and which executed the foregoing document; that he knows the seal of said corporation; that one of the seals affixed to said instrument is such corporation's seal; that it was so affixed by authority of the Board of Directors of said corporation, and that he signed his name thereto by like order.

[Notarial Seal]

*Susan F. Dimeo*  
\_\_\_\_\_  
Notary Public

SUSAN F. DIMEO  
NOTARY PUBLIC, STATE OF NEW YORK  
No. 31-4606548  
Qualified in New York County  
Commission Expires March 30, 197*9*

STATE OF NEW YORK     )  
                              :    ss.:  
COUNTY OF NEW YORK    )

On this 8th day of March, 1979, before me personally appeared GEORGE J. THEN, to me known, who, being duly sworn, did depose and say that he resides at 3111 Poplar Street, Yorktown Heights, New York; that he is a Vice President of MANUFACTURERS HANOVER LEASING CORPORATION, one of the corporations described in and which executed the foregoing document; that he knows the seal of said corporation; that one of the seals affixed to said instrument is such corporation's seal; that it was so affixed by authority of the Board of Directors of said corporation, and that he signed his name thereto by like order.

  
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Notary Public

PETER W. STURTZ  
NOTARY PUBLIC, State of New York  
No. 31-4658492  
Qualified in New York County  
Commission Expires March 30, 19 79

[Notarial Seal]